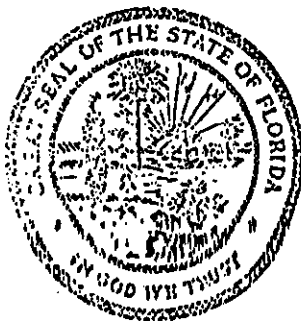


State of Florida

DEPARTMENT OF STATE • DIVISION OF CORPORATIONS

I certify that the attached is a true and correct copy of the Charter of THE LEON COUNTY RESEARCH AND DEVELOPMENT AUTHORITY, a Florida Research and Development Authority, filed on the 24th day of October, 1978, as shown by the records of this office.

GIVEN under my hand and the Great Seal of the State of Florida, at Tallahassee, the Capital, this the 24th day of October, 1978.



[Signature]
SECRETARY OF STATE

CHARTER
OF THE LEON COUNTY
RESEARCH AND DEVELOPMENT AUTHORITY

FILED
Dec 24 4 23 PM '78
SECRETARY OF STATE
TALLAHASSEE, FLORIDA

THIS CHARTER is adopted pursuant to Chapter 78-402, Laws of Florida, the Leon County Research and Development Authority having been designated by the Florida Research and Development Commission upon petition of the Board of County Commissioners for Leon County, Florida.

1. NAME. The name of the authority shall be the LEON COUNTY RESEARCH AND DEVELOPMENT AUTHORITY (hereinafter called the Authority).

2. PURPOSE. The Authority shall operate, manage and control a research and development park on lands to be acquired within Leon County, Florida (hereinafter referred to as the Park) and shall perform any and all functions related or incidental to the operation of the Park.

3. POWERS AND DUTIES. The Authority shall have and exercise all powers reasonably necessary, convenient or incidental to its operation, management and control of the Park, including but not limited to the power:

a. to acquire, purchase, hold, lease as lessee and use any property, real, personal, or mixed, tangible or intangible, or any interest therein, necessary or desirable for carrying out the purposes of the Authority, and to sell, transfer, lease as lessor or dispose of any such property or interest therein acquired by the Authority.

b. to formulate and implement plans for the development and use of the lands within the Park, including without limitation, landscaping, drainage and sewerage, the construction of roads, driveways and parking spaces, the installation of utilities, and the design and erection of buildings and improvements; and to



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impose protective covenants thereon to assure the development and use of the Park for research, development, educational, and related purposes, and to protect against any environmental influence which may be in conflict therewith. Land use and development shall be in accordance with applicable ordinances of Leon County, Florida, and other controlling laws and regulations.

c. to lease parcels within the Park to others upon such terms and conditions as the Authority deems appropriate, to approve the construction of buildings, facilities and improvements thereon by or on behalf of the lessees, and to impose restrictions upon the lessees' use of Park lands and their activities and operations therein consistent with the objectives of the Authority in administering the Park.

d. to receive rents, and other income, and accept appropriations, contracts and grants, donations, gifts and bequests of money or property, public and private, to borrow money and issue evidence of indebtedness, and to issue revenue bonds, authorized or permitted by law, and to use, commit and expend such funds and property in carrying out the Authority's public purposes.

e. to secure technical assistance, engage consultants, appoint and employ personnel, designate and maintain offices, acquire equipment and construct facilities, enter contracts, establish and carry on its work through foundations, non-profit corporations or other legal entities, sue and be sued, execute all instruments necessary or convenient for carrying on its business and engage in any lawful business related or incidental to the operation management or control of the Park.

f. to advise and make recommendations to the County of Leon, through its Board of County Commissioners, on all subjects and matters pertaining to the establishment, development and operation of the Park.

The foregoing shall in no way limit the powers of the Authority. It shall be the duty of the Authority to exercise its powers to

operate the Park toward the ends of developing new knowledge, advancing technology, and enhancing the economic growth of Leon County and of the State of Florida.

4. ORGANIZATION. The Authority shall consist of five members who are residents of Leon County, Florida, as follows: the President of Florida A & M University, the President of Florida State University, a member of the Board of County Commissioners of Leon County, Florida selected by the Florida Research and Development Commission (hereinafter the Commission), and two other residents of Leon County, Florida selected at large by the Commission, neither of whom shall be full-time public employees. The Authority shall elect one of its members as chairman. Three members of the Authority shall constitute a quorum. Resolutions adopted by the vote of at least three members of the Authority shall take effect without further action. Each member of the Authority shall have one vote. The yeas and nays shall be called and entered upon the minutes of each meeting upon the passage of every resolution or other action of the Authority. The Authority may meet at such times and places as it may designate, but shall hold regular meetings at least quarterly. Special meetings may be called upon the call of its chairman or of any three members. The members of the Authority shall not be entitled to remuneration for their services.

5. TERMS OF OFFICE. The terms of office of the members of the Authority shall be as follows: the Presidents of Florida A & M University and Florida State University shall be members of the Authority during their respective terms of office as university president; the term of the County Commissioner shall coincide with his term as a member of the Board of County Commissioners of Leon County, but not to exceed four years, and each of the two at large members shall serve four-year terms. No member of the Authority whose term of office has expired may be appointed to the Authority for a second consecutive term.

6. EXISTENCE. The existence of the Authority shall continue in perpetuity or until its Charter is revoked as authorized by law.

7. DISPOSITION OF PROPERTY UPON TERMINATION. In the event the existence of the Authority shall terminate, the assets of the Authority after payment, satisfaction or discharge of its liabilities and obligations, or the making of arrangements therefor, shall be equally divided between Florida A & M University Foundation and Florida State University Foundation.


8. AMENDMENT. This Charter or any part hereof may be amended only by the vote of four members of the Authority and may be revoked only by the unanimous vote of all members.

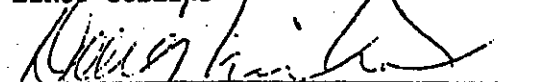
9. SEVERABILITY. In the event that any provision of this Charter is declared invalid, the invalidity thereof shall not affect other provisions of the Charter which can be given effect without the invalid provision, and to this end the provisions of this Charter shall be severable.

SUBSCRIBED this 24th day of October, 1978, by the initial members of The Leon County Research and Development Authority.


MALCOLM B. JOHNSON, Chairman


WALTER L. SMITH, Vice-Chairman


LEROY COLLINS


DOUG NICHOLS


BERNARD F. SLIGER

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, MALCOLM B. JOHNSON, to me well known and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes therein set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 20th day of October, 1978.

Vicki McGowan Turner
NOTARY PUBLIC

My Commission Expires: Notary Public, State of Florida At Large
My Commission Expires Dec. 18, 1980
Issued By Reserve Insurance Co.

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, WALTER L. SMITH, to me well known and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 10th day of October, 1978.

Vicki McGowan Turner
NOTARY PUBLIC

My Commission Expires: Notary Public, State of Florida At Large
My Commission Expires Dec. 18, 1980
Issued By Reserve Insurance Co.

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, LEROY COLLINS, to me well known and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 23rd day of October, 1978.

Vicki McGowan Turner
NOTARY PUBLIC

My Commission Expires: Notary Public, State of Florida At Large
My Commission Expires Dec. 18, 1980
Issued By Reserve Insurance Co.

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, DOUG NICHOLS, to me well known and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 11th day of October, 1978.

Vicki McGowan Turner
NOTARY PUBLIC

My Commission Expires: Notary Public, State of Florida At Large
My Commission Expires Dec. 18, 1980
Issued By Reserve Insurance Co.

STATE OF FLORIDA
COUNTY OF LEON

I HEREBY CERTIFY that on this day personally appeared before me, the undersigned authority, BERNARD F. SLIGER, to me well known and known to me to be the person who executed the foregoing instrument and acknowledged before me that he executed the same freely and voluntarily for the uses and purposes set forth and expressed.

IN WITNESS WHEREOF, I have hereunto set my hand and official seal on this 20th day of October, 1978

Vicki McGowan Turner
NOTARY PUBLIC

My Commission Expires:

Notary Public, State of Florida At Large
My Commission Expires Dec. 16, 1980
Bonded by Reserve Insurance Co.